

DECLARATION AND POWER OF ATTORNEY

Attorney Case No. 53001AUSM1

As a below named inventor, I hereby declare:

That, my residence, post office address and citizenship are as stated below next to my name;

That, I verily believe that I am the original, first and sole inventor (if only one name is listed below) or a joint inventor (if plural inventors are named below) of the invention entitled:

Substituted Quinoline CCR5 Receptor Antagonists

described and claimed in the attached specification, that I have reviewed and understand the contents of the attached specification, including the claims, that I do not know and do not believe the same was ever known or used in the United States of America before my or our invention thereof, or patented or described in any printed publication in any country before my or our invention thereof or more than one year prior to this application, that the same was not in public use or on sale in the United States of America more than one year prior to this application, that the invention has not been patented or made the subject of an inventor's certificate issued before the date of this application in any country foreign to the United States of America on an application filed by me or my legal representatives or assigns more than twelve months prior to this application, that I acknowledge my duty to disclose information of which I am aware which is material to the examination of this application in accordance with 37 CFR §1.56(a), and that no application for patent or inventor's certificate on this invention has been filed in any country foreign to the United States of America prior to this application by me or my legal representatives or assigns, except as follows:

None

I hereby claim the benefit under Title 35, United States Code 119(e) of the following United States provisional application: Provisional Application Number 60/451,687 filed June 27, 2002.

I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and to transact all business in the United States Patent and Trademark Office connected therewith:

Neil G. Miyamoto, Registration No. 50,370
Melissa A. Shaw, Registration No. 38,301.
Wendy L. Washien, Registration No. 36,301
Ronald S. Hermenau, Registration No. 34,620
Anthony J. Zelano, Registration No. 27,969

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Address all correspondence to Ronald S. Hermenau, Berlex Biosciences, Patent Department, 2600 Hilltop Drive Avenue, P.O. Box 4099, Richmond, California 94804-0099.

U. S. Patent Application Claiming Benefit of
U.S. Provisional Application 60/451,687.

Attorney Case No. 53001AUSM1

I hereby declare that all statements made herein of my own knowledge are true and that all statements made 'on information and belief' are believed to be true, and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 101 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of this application or any patent issuing thereon.

FULL NAME OF SOLE
OR FIRST JOINT INVENTOR

INVENTOR'S SIGNATURE

DATE

Laura DUNNING

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FULL NAME OF SECOND
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INVENTOR'S SIGNATURE

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Stefan JAROCHE

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U.S. Patent Application Claiming Benefit of
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FULL NAME OF FOURTH
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DATE

Xiongdong LIAN

Xiongdong Lian

7-7-03

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FULL NAME OF SIXTH
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U. S. Patent Application Claiming Benefit of
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FULL NAME OF SEVENTH
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Shou-Fu LU

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INVENTOR'S SIGNATURE

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FULL NAME OF TENTH
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Guo-Ping WEI

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FULL NAME OF ELEVENTH
JOINT INVENTOR

INVENTOR'S SIGNATURE

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DECLARATION AND POWER OF ATTORNEY Attorney Case No. 53001AUSM1

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Substituted Quinoline CCR5 Receptor Antagonists

described and claimed in the attached specification, that I have reviewed and understand the contents of the attached specification, including the claims, that I do not know and do not believe the same was ever known or used in the United States of America before my or our invention thereof, or patented or described in any printed publication in any country before my or our invention thereof or more than one year prior to this application, that the same was not in public use or on sale in the United States of America more than one year prior to this application, that the invention has not been patented or made the subject of an inventor's certificate issued before the date of this application in any country foreign to the United States of America on an application filed by me or my legal representatives or assigns more than twelve months prior to this application, that I acknowledge my duty to disclose information of which I am aware which is material to the examination of this application in accordance with 37 CFR §1.56(a), and that no application for patent or inventor's certificate on this invention has been filed in any country foreign to the United States of America prior to this application by me or my legal representatives or assigns, except as follows:

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U.S. Patent Application Claiming Benefit of
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Attorney Case No. 53001AUSM

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FULL NAME OF SOLE OR FIRST JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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Laura DUNNING

RESIDENCE	CITIZENSHIP
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FULL NAME OF SECOND JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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Stefan JAROCHE

RESIDENCE	CITIZENSHIP
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FULL NAME OF THIRD JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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Monica J. KOCHANNY

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U.S. Patent Application/Claiming Benefit of:
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FULL NAME OF FOURTH JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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Whooseong LEE		
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RESIDENCE	CITIZENSHIP
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649 Moraga Way, Orinda, California 94563, U.S.A.	Korea
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FULL NAME OF FIFTH JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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Xiongdong LIAN		
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RESIDENCE	CITIZENSHIP
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FULL NAME OF SIXTH JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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Meina LIANG	<i>Meina Liang</i>	7/22/03
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RESIDENCE	CITIZENSHIP
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115 Glasgow Circle, Danville, California 94526, U.S.A.	USA
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U.S. Patent Application Claiming Benefit of
U.S. Provisional Application 60/451,687
Attorney Case No. 53001AUSM1

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FULL NAME OF SEVENTH JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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Shou-Fu LU		
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RESIDENCE	CITIZENSHIP
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James ONUFFER		
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RESIDENCE	CITIZENSHIP
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FULL NAME OF NINTH JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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Gary PHILLIPS		
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RESIDENCE	CITIZENSHIP
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3043 Shetland Drive, Pleasant Hill, California 94523,U.S.A.	USA
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U.S. Patent Application/Claiming Benefit of
U.S. Provisional Application 60/431,687
Attorney Case No. 53001AUSM1

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FULL NAME OF TENTH JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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FULL NAME OF ELEVENTH JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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US

DECLARATION AND POWER OF ATTORNEY

Attorney Case No. 53001AUSM1

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U.S. Patent Application Claiming Benefit of
U.S. Provisional Application 60/451,587
Attorney Case No: 53001AUSM1

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FULL NAME OF SOLE OR FIRST JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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Laura DUNNING	<u>Laura Dunning</u>	7/22/03
RESIDENCE		CITIZENSHIP

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FULL NAME OF SECOND JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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Stefan JAROCZ	<u>X Stefan Jarocz X</u>	7-15-03
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FULL NAME OF THIRD JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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U.S. Patent Application Claiming Benefit of U.S. Provisional Application No. 60/451,687
U.S. Provisional Application 60/451,687
Attorney Case No. 53001AUSM

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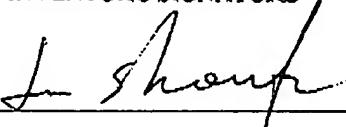
FULL NAME OF FIFTH JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
Xiongdong LIAN		
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FULL NAME OF SIXTH JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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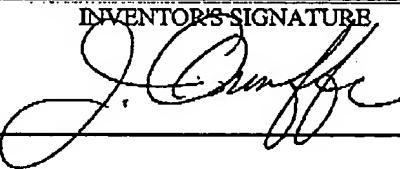
FULL NAME OF SEVENTH JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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Shou-Fu LU		07/22/03
RESIDENCE		CITIZENSHIP

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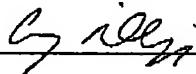
FULL NAME OF EIGHTH JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
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James ONUFFER		08/04/03
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Gary PHILLIPS		7/30/03
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Guo-Ping WEI

7/22/03

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